

NATIONAL CLEAN CITIES, INCORPORATED

VISION:

The vision of National Clean Cities, Incorporated is a sustainable market for clean transportation fuels and technologies that will improve our environment, reduce our dependency on foreign oil, and protect the public health.

MISSION:

The mission of National Clean Cities, Incorporated is to provide national and regional assistance and support to all NCC Inc. Clean Cities chapters.

GOALS:

- Improve access to funding for NCC Inc. Clean Cities chapters
- Educate fleets, policymakers, the media and the public about the national Clean Cities Program and NCC Inc. Clean Cities chapters
- Enhance the efficiency and effectiveness of the NCC Inc. Clean Cities chapters

OBJECTIVES:

- Forty-Five self-sustaining Clean Cities coalitions by 2005
- \$100 million in new funding to support AFV projects in Clean Cities

BOARD MEMBERSHIP:

- Alternative fuel trade organizations: propane, natural gas, electric, biodiesel
- OEMs: Deere Power Systems, Ford, General Motors, Honda
- Academic: NAFTC, University of Maryland

PROGRAMS AND PROJECTS:

1. Education and Information
 - a. Washington Day- scheduling Clean Cities visits to legislators
 - b. Website (www.nationalcleancities.org)
 - c. Public Access video on Clean Cities program
2. Services for Clean Cities chapters
 - a. GSA vendor contract
 - b. Inexpensive Directors & Officers Liability Insurance
 - c. Preparation and filing of IRS group tax return
 - d. National voice of chapters with DOE and other government agencies
3. Funding for Clean Cities chapters
 - a. Washington Day- travel expense assistance
 - b. Grant applications- over \$1 million applied for January 1-March 31, 2001
 - c. Fees for service- Joint RFQ responses on behalf of NCC, Inc. and chapters
4. Services for Members other than Clean Cities chapters
 - a. Data collection and verification of Clean Cities AFV project funding needs
 - b. Links to website
 - c. Assistance with regional project funding opportunities
 - d. Tax deductibility of contributions because of 501(c)(3) status of organization

MEMBERSHIP CONTRIBUTIONS:

Board of Directors: \$ 2,500 annual for alternative fuel trade organizations
\$10,000 for OEMs, fuel suppliers, and other corporate entities
Memberships: \$5,000 corporate sustaining (life time)
\$1,000 corporate annual
\$ 200 Clean Cities chapter annual
\$ 25 Individual

BUDGET:

10/1/99-9/30/00: \$100,000- 50% from members including Board, 50% from grants
10/1/00-9/30/01: \$225,000- 25% from members including Board, 25% from treasury,
50% from grants and fees for service

CONTACT:

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Directors and Officer's Liability Coverage
Annual

Organization Revenues	Deductible	Premium \$1 Million	Premium \$2 Million
0-\$200,000	\$500/ 0	\$685/\$785	N/A
\$200,000- \$ 1 million	\$500	\$900	\$1250
\$1 M- \$3 M	\$500	\$1050	\$1530

Coverage:

Employment practices liability including coverage for sexual harassment, discrimination and wrongful termination

Coverage for insured against accusations of harassment or discrimination by a third party

Personal injury/ emotional distress coverage for employment related claims

Duty to Defend full defense coverage even if allegations are groundless or false

Assignment of experienced local defense counsel

Legal expense paid as incurred

Coverage for EEOC charges

Broad definition of insured to include directors, officers, employees, trustees, volunteers, staff and committee members as well as the organization itself

Marital estate coverage

Insured versus insured coverage

Prior Acts coverage

No failure to maintain insurance exclusion

Publications liability coverage for newsletters and other materials distributed to organization members

Coverage for acts committed anywhere in the world

Non-cancelable clause except for nonpayment of premiums

Free 60 day mini-tail allows additional time for reporting claims

Automatic renewal

“Sample Language For The Purpose Clauses Into Articles Of Incorporation For The Clean Cities Coalitions”

The purposes for which the Corporation is organized and shall be operated are exclusively charitable, educational and scientific under section 501(c)(3) of the Internal Revenue Code. These purposes may be attained, without limiting the Corporation's freedom to pursue these goals through other avenues, by the Corporation acting:

1. To promote the advancement of education through the pursuit and dissemination of information about problems related to pollution, environmental hazards, and health risks of the current transportation sector, and solutions related to reductions in pollution through the increased use of clean burning fuels in vehicles such as natural gas, electric, ethanol, propane, and other clean means of propulsion.
2. To serve the charitable purposes of working toward a cleaner environment for the cities, suburban, and rural areas of the United States and elsewhere, and increasing the health and welfare of people affected by air pollution through the education about, and promotion of, the use of clean burning fuels for powering vehicles and other machines and equipment in the transportation sector, and pursuing the improved health and welfare of people affected by air pollution, by working to provide education about, and promotion of, the use of clean burning fuels for powering vehicles and other machines and equipment in the transportation sector.
3. To serve the scientific purposes of examining, analyzing, investigating, and disseminating information about improved and efficient techniques for ascertaining the extent of pollution, its effects on the health and well-being of persons and other living entities, strategies for abatement, technologies for reduction of pollution sources, and other measures designed to effect a cleaner environment.
4. To shoulder the burdens of government by working to make the United States less dependent upon, and less vulnerable to, the petroleum market world-wide by working to promote and develop a sustainable alternative fuels market and increase nationally the understanding and use of Alternative Fuel Vehicles, as well as increasing the quality of health and the environment through education and other efforts resulting in less use of imported petroleum.

The Corporation shall carry out these purposes with the provision that the Corporation shall not have nor exercise any power or authority not granted to it under the applicable nonprofit corporation laws, nor engage in any activities not permitted to be carried on by an organization granted exempt status under Section 501(c)(3) of the Internal Revenue Code or to which contributions are deductible under 170(c)(2) of the Code or of any successor law or regulation. Upon the termination, dissolution or final liquidation of the Corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) and all liabilities of the Corporation shall be distributed to, and only to, one or more organizations described in Section 501(c)(3), of the Internal Revenue Code or any successor law or regulations, or to the federal, state, or local government for a public purpose.

No part of the assets or net earnings current or accumulated of the Corporation shall at any time inure to the benefit of, or be distributable to its Directors, officers or other private persons, except that

the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No loans shall be made by the Corporation to its members, officers or Directors for any purpose whatsoever. No substantial part of the activities of the Corporation shall involve the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

NATIONAL CLEAN CITIES, INC.

Application and Agreement With
The Terms and Conditions for Clean Cities Coalitions to Be a 501(c)(3) Chapter
of National Clean Cities, Inc.

Applicant: _____ **Coalition, Inc.**

[Name of incorporated coalition]

Address: _____

Tel/ Fax: _____

E-Mail: _____

WE AGREE TO THE FOLLOWING:

1. We want to be an affiliate of National Clean Cities, Inc.
2. We agree to be subject to the general supervision and control” of National Clean Cities, Inc.
3. We have educational, charitable, and scientific purposes and believe we would qualify as exempt under section 501(c)(3), if we applied to the IRS for recognition of 501(c)(3) status.
4. We are not a private foundation.
5. Our fiscal year ends on September 30 (as does the fiscal year for National Clean Cities, Inc.).
6. We hereby authorize and request the central organization to include us in their Group Exemption Application.
7. We agree to be recognized as tax exempt under section 501(c)(3) from the date of the Group Exemption Application.
8. We are attaching to this a detailed description of our Coalition’s purposes, activities, sources of income, and types of expenditures.
9. We agree that each year we will provide to NCC information about our activities, sources of income, and types of expenditures so that IRS filing requirements can be fulfilled.
10. We are now incorporated and attach a copy of our Articles of Incorporation, our address, and phone number, the names and addresses of our Board of Directors and officers, and our Employer Identification Number.

Name Printed

Signature

Title

Statement of Agreement with The Terms and Conditions
for Clean Cities Coalitions to Be a 501(c)(3) Chapters of National Clean Cities, Inc.

Coalition, Inc.

Address: _____

Organizational Purposes:

The purpose of the Chapters of National Clean Cities, Inc. is to educate people, corporations, agencies and others about problems related to pollution, environmental hazards, and health risks and solutions related to the use of fossil burning vehicles. The use of natural gas, electric, solar, and other clean means of propulsion helps to produce a cleaner environment for the cities, suburban, and rural areas of the United States, helps to minimize our national need for and dependence on imported oil, and it increases the health and welfare of people otherwise adversely affected by air pollution.

Organizational Activities:

The organization plans to conduct educational activities about the environmental and health benefits of reducing pollution through decreased use of fossil fuels, by working to:

- Educate the general public about issues concerning local pollution, the risks posed by it, and the effect on the healthy and full development of children and adults
- Conduct educational programs, provide information, and collect literature and materials about issues related to environmental pollution, air pollution, and their negative health effects.
- Collect and report information about the environment and any pollution problems and then disseminate that information to and all interested segments of the general population.
- Create educational materials about the pollution caused by fossil-based fuels relative to the performance and effect of alternative fuel vehicles that use electric, natural gas, solar and other means of energy for propulsion.
- Establishing networks and exchanging information with individuals and organizations about available resources to promote better understanding of pollution and environmental issues concerning the use of fossil-burning fuels as compared to alternative fuel vehicles.

As with the Central Organization, the sources of income for the organization include individual contributions, corporate donations, foundation grants, and income from any research, information, or seminars that are made available to the public at a fee not to exceed the cost to the organization of obtaining and producing such information. As with the Central Organization, the expenditures of the organization will be for efforts to research, collect, and disseminate to all interested people within the general public, information about the health and environmental issues related to air pollution caused by the use fossil fuels in transportation. The Articles of Incorporation are attached. I am an officer of the above-named organization and I hereby certify that this corporation wants to be included in the Group Exemption of the central organization, NATIONAL CLEAN CITIES, INC., and is willing to be subject to its general supervision and control.

Name Printed

Signature

Title